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Prepared by and return to: A. Van Catterton, Jr., Baq. A. Van Catterton, Jr., P.A. P. O. Box 1598 Melbourne, FL 32902-1598

### CERTIFICATE OF AMENDMENT OF

## ARTICLES OF INCORPORATION AND BYLAWS OF

# FLORES DEL MAR, A CONDOMINIUM

Pursuant to Chapter 718, Florida Statutes, and the Declaration of Condominium of FLORES DEL MAR, A CONDOMINIUM ("Condominium"), as recorded at Official Record Book 4450, Page 2318, et seq., as amended, Public Records, Brevard County, Florida ("Declaration"), the Flores Del Mar Condominium Association, Inc. ("Association"), hereby certifies that the following amendments have been approved by no less than a majority of the board of directors and then by no less than a majority of all voting interests in the Condominium at the meeting of the Association on November 5, 2020.

The articles of incorporation and bylaws shall be amended as follows (new language underlined; deleted language stricken through):

### ARTICLES OF INCORPORATION

The first paragraph of Article VII of the Articles of Incorporation shall be amended in relevant part as follows:

"ARTICLE VII

DIRECTORS

The affairs of the Association shall be managed by the Board of Administration. The number of members of the Board of Administration of the Association shall be <u>five</u> (5) three (3); provided, however, the lack of five candidates in any election shall not

affect the validity of the election nor of any action taken by the Board during that term even though the Board may be comprised of less than five members, and provided further that in no event shall the number of directors ever be less than three.

Nothing herein shall be construed to prevent the Board from filling vacancies by majority vote of the remaining Board members. The members of the Board of Administration shall be elected as provided by the By-Laws of the Association. The Board of Administration shall be members ...."

#### **BYLAWS**

The first paragraph of Article 4.A. of the By-Laws shall be amended as follows:

"4. BOARD OF ADMINISTRATION AND OFFICERS

A. The Board of Administration shall consist of five (5) three (3) directors; provided, however, the lack of five candidates in any election shall not affect the validity of the election nor of any action taken by the Board during that term even though the Board may be comprised of less than five members, and provided further that in no event shall the number of directors ever be less than three. Nothing herein shall be construed to prevent the Board from filling vacancies by majority vote of the remaining Board members. Each director elected at the first annual meeting of the membership thereafter shall serve for the term of one (1) year or until ...."

IN WITNESS WHEREOF, the undersigned have set their hands and seals this 22 day of November, 2020.

FLORES DEL MAR CONDOMINIUM ASSOCIATION, INC.

Chris Heltzel, President

Secretary